

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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LEONARD GRUNSTEIN, JACK DWYER, and :  
CAPITAL FUNDING GROUP, INC., :  
Plaintiffs, : 07 Civ. 3712 (RMB) (RLE)  
:-----  
--against-- :  
RONALD E. SILVA; PEARL SENIOR CARE, LLC; :  
PSC SUB, LLC; GEARY PROPERTY HOLDINGS, LLC; :  
FILLMORE CAPITAL PARTNERS, LLC; FILLMORE :  
STRATEGIC INVESTORS, LLC; DRUMM :  
INVESTORS, LLC; and FILLMORE STRATEGIC :  
MANAGEMENT, LLC. :  
Defendants. :  
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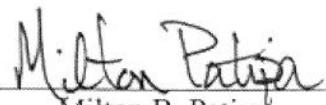
**DECLARATION OF  
MILTON B. PATIPA**

**DECLARATION OF MILTON B. PATIPA**

I, Milton B. Patipa, declare pursuant to 28 U.S.C. section 1746 as follows:

1. I am President of Geary Property Holdings, LLC. and am a resident and citizen of the State of California.
2. Plaintiffs' amended complaint alleges that "almost all – if not all – of the meetings of the parties took place in New York. . .". In fact, neither myself, nor any other officer or employee of Geary Property Holdings LLC traveled to New York to negotiate the Merger Agreement, any Amendments to the Merger Agreement, or the purported oral partnership agreement alleged in plaintiffs' amended complaint.

I declare under penalty of perjury under the laws of United States of America that the foregoing is true and correct. Executed on August 28, 2007, at San Francisco, California.

  
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Milton B. Patipa